

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
COMPUTE NORTH HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 22-90273 (MI)
)	
Debtors.)	(Jointly Administered)
)	

**FIRST SUPPLEMENTAL
DECLARATION OF JEFFREY FINGER
IN SUPPORT OF DEBTORS' APPLICATION FOR ENTRY OF AN
ORDER (I) AUTHORIZING THE RETENTION AND EMPLOYMENT OF
JEFFERIES LLC AS INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS
IN POSSESSION PURSUANT TO 11 U.S.C. §§ 327(a) AND 328(a), EFFECTIVE AS OF
SEPTEMBER 22, 2022 AND (II) WAIVING CERTAIN TIME-KEEPING REQUIREMENTS**

I, Jeffrey Finger, hereby declare under penalty of perjury that, to the best of my knowledge and belief, and after reasonable inquiry, the following is true and correct:

1. I am a Managing Director at Jefferies LLC ("Jefferies"), an investment banking and financial advisory firm with principal offices located at 520 Madison Avenue, New York, New York 10022, as well as at other locations worldwide.

2. I submit this supplemental Declaration (this "Declaration") in support of the *Debtors' Application for Entry of an Order (I) Authorizing the Retention and Employment of Jefferies LLC as Investment Banker for the Debtors and Debtors In Possession Pursuant to 11 U.S.C. §§ 327(A) and 328(A), Effective as of September 22, 2022 and (II) Waiving Certain Time-*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Compute North Holdings, Inc. (4534); Compute North LLC (7185); CN Corpus Christi LLC (5551); CN Atoka LLC (4384); CN Big Spring LLC (4397); CN Colorado Bend LLC (4610); CN Developments LLC (2570); CN Equipment LLC (6885); CN King Mountain LLC (7190); CN Minden LLC (3722); CN Mining LLC (5223); CN Pledgor LLC (9871); Compute North Member LLC (8639); Compute North NC08 LLC (8069); Compute North NY09 LLC (5453); Compute North SD, LLC (1501); Compute North Texas LLC (1883); Compute North TX06 LLC (5921); and Compute North TX10 LLC (4238). The Debtors' service address for the purposes of these chapter 11 cases is 7575 Corporate Way, Eden Prairie, Minnesota 55344.

Keeping Requirements (the “Application”).² Except as otherwise stated in this Declaration, I have personal knowledge of or have relied upon the knowledge of others employed by Jefferies with respect to the matters set forth herein.³

3. I previously submitted an initial declaration (the “Initial Declaration”) attached to the Application as Exhibit B. As described in paragraph 10 of my Initial Declaration, Jefferies ran a connections check to determine whether any of the Potential Parties in Interest in these cases are current or former investment banking clients of Jefferies. To the extent the foregoing connections check revealed that any of the Potential Parties in Interest were in fact current or former investment banking clients of Jefferies, such parties were disclosed and listed on Schedule II of my Initial Declaration.

4. Marathon Digital Holdings, Inc. (“Marathon”) was one of the parties disclosed and listed on Schedule II of my Initial Declaration. Specifically, Jefferies served as lead bookrunner in connection with Marathon’s convertible notes offering that closed in November 2021. The offering was completely unrelated to the Debtors and these chapter 11 cases. Additionally, the fee earned by Jefferies in connection with such offering accounted for less than two-tenths of one percent of Jefferies’ revenue in 2021.

5. Since the offering was consummated in November 2021, Jefferies has not been engaged on any matter by, and is not a party to any engagement letter or non-disclosure agreement with, Marathon.

² Capitalized terms used in this Declaration and not immediately defined have the meanings given to such terms in the Application.

³ Certain information herein relates to matters (a) contained in Jefferies’ books and records and (b) within the knowledge of other Jefferies’ employees, and is based on the information provided by such employees.

6. The foregoing constitutes the statement of Jefferies pursuant to section 504 of the Bankruptcy Code and Bankruptcy Rules 2014(a) and 5002.

In accordance with 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: October 14, 2022
New York, New York

Respectfully submitted,

/s/ Jeffrey Finger

Jeffrey Finger
Managing Director
Jefferies LLC